

EXHIBIT D

From: James W. McConkie
Sent: Tuesday, September 28, 2021 9:59 AM
To: Scott Hilton
CC: Shellie C. Courdy; lswenson@kba.law; Shelise Rupp
Subject: RE: Thread Wallets, LLC Letter (our

Scott,

Just had a look at Brixley's site. It appears they moved forward on the redesign without a change in the shape of the D rings as had been proposed by my client. I'll discuss with my folks and let you know their reaction. Given that Brixley has already moved forward and is offering the new bags, I don't see a need for a written agreement. Thread reserves all rights and will keep an eye on this matter going forward.

Best,

James W. McConkie III
WORKMAN NYDEGGER
60 East South Temple, Suite 1000
Salt Lake City, Utah 84111
Office-Direct: (801) 321-8841
EMAIL JMCCONKIE@WNLAW.COM

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From: James W. McConkie
Sent: Tuesday, September 28, 2021 9:54 AM
To: 'Scott Hilton' <scott.hilton@kba.law>
Cc: Shellie C. Courdy <SCourdy@WNLaw.com>; 'lswenson@kba.law' <lswenson@kba.law>; Shelise Rupp <SRupp@WNLAW.com>
Subject: RE: Thread Wallets, LLC Letter (our

Scott,

Haven't heard from you. I would appreciate it if you would let me know your client's plans. If they don't intend to follow through on what we have discussed, I need to advise my client accordingly.

Best,

James W. McConkie III
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From: James W. McConkie
Sent: Saturday, September 18, 2021 9:49 AM
To: Scott Hilton <scott.hilton@kba.law>
Cc: Shellie C. Courdy <SCourdy@WNLaw.com>; lswenson@kba.law; Shelise Rupp <SRupp@WNLAW.com>
Subject: RE: Thread Wallets, LLC Letter (our

Scott,

Putting this back on your radar. Will you let me know where your client is on this so we can get it wrapped up?

Best,

James W. McConkie III
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From: Scott Hilton <scott.hilton@kba.law>
Sent: Wednesday, August 11, 2021 3:13 PM
To: James W. McConkie <JMccConkie@WNLaw.com>
Cc: Shellie C. Courdy <SCourdy@WNLaw.com>; lswenson@kba.law; Shelise Rupp <SRupp@wnlaw.com>
Subject: RE: Thread Wallets, LLC Letter (our

Thanks James, not a problem. I hope you enjoyed the Summer Convention. I'll talk with our client about the shape of the rings and let you know if that's a possibility.

Best,

Scott



SCOTT C. HILTON
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On Aug 11, 2021, 5:09 PM -0400, James W. McConkie <jmccconkie@wnlaw.com>, wrote:

Scott,

Apologies for the delay. Vacation schedules got in the way.

It appears that we are in agreement that your client Brixley will change the location of its zipper and logo in all future versions of its cross body bag offering. The bag will also now include loops and a fourth ring on the back of the bag which will further help to distinguish it from the cross body bag offered by Thread Wallets.

You have indicated that Brixley is unwilling to relocate the bag's D rings to the side of the bag, rather than the back. Would

it instead be willing to use rings shaped differently than the D rings? Something like square or circle shaped rings? This was a compromise idea advanced by Thread Wallets.

Please let me know Brixley's response. Once we have the outstanding ring shape / location matters firmed up, Brixley can begin ordering its new bags. And I will put a simple letter agreement together to memorialize the parties' understanding.

Please pass along our thanks to your client for promptly selling through their existing inventory and making these changes to their cross body bag. We appreciate the professional and thoughtful resolution of this matter.

Best,

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From: Scott Hilton <scott.hilton@kba.law>
Sent: Thursday, July 29, 2021 3:05 PM
To: James W. McConkie <JMccConkie@WNLaw.com>
Cc: Shellie C. Courdy <SCourdy@WNLaw.com>; lswenson@kba.law; Shelise Rupp <SRupp@wnlaw.com>
Subject: RE: Thread Wallets, LLC Letter (our

Hi James. Thanks again for your help on this.

Since our client is waiting to order any new inventory until we hear back from Thread Wallets, they've asked for an ETA on when we might receive any additional comments. We don't mean to press you or your client, they're just working with their manufacturer for planning purposes and wanted to double check with you on the anticipated timing.

Thanks,

Scott



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From: James W. McConkie <jmccconkie@wnlaw.com>

Sent: Monday, July 26, 2021 2:56 PM

To: Scott Hilton <scott.hilton@kba.law>

Cc: scourdy@wnlaw.com; Lauren Swenson <lsvenson@kba.law>; srupp@wnlaw.com

Subject: RE: Thread Wallets, LLC Letter (our

Scott,

Thanks. I will discuss with my client and get back to you promptly.

Best,

James W. McConkie III

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From: Scott Hilton <scott.hilton@kba.law>

Sent: Friday, July 23, 2021 11:28 AM

To: James W. McConkie <JMCCONKIE@WNLAW.COM>

Cc: Shellie C. Courdy <SCourdy@WNLAW.COM>; lsvenson@kba.law; Shelise Rupp <SRupp@wnlaw.com>

Subject: RE: Thread Wallets, LLC Letter (our

Hi James, thanks again for the call and for your help working through this.

I've spoken with our client about your suggestion to move the D-rings to the side of the bag, and they're hesitant to do that because it would block and interfere with the new beltloops they've added to the design. Hopefully the changes we've proposed to the zipper, logo placement, the additional D-ring, and the added beltloops will be sufficient to distinguish the designs, but let us know if you or your client disagrees.

Some good news, Brixley has now sold through their existing inventory of the previous crossbody bag design as requested. They're anxious to move forward with this new design, if it's acceptable to you and your client.

Thanks,

Scott



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On Jul 14, 2021, 10:15 AM -0600, KBA <scott.hilton@kba.law>, wrote:

Next Tuesday at 10:00 works for me, talk to you then.

Thanks,

Scott



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On Jul 14, 2021, 10:06 AM -0600, James W. McConkie <jmccconkie@wnlaw.com>, wrote:

Scott, Thanks. Let me know if you are free next Tuesday at 10:00? If so, I'll send an invite to get on our respective calendars. In the meantime, I'll have our folks take a look at the pics you sent along. Best, James W. McConkie III

WORKMAN NYDEGGER 60 East South Temple, Suite 1000 Salt Lake City, Utah 84111 Office-Direct: (801) 321-8841 Email

jmccconkie@wnlaw.com This email may contain material that is confidential, privileged and/or attorney work product for the sole use of the intended recipient. Any unauthorized review, use, or distribution is prohibited and may be unlawful. **From:** Scott Hilton <scott.hilton@kba.law> **Sent:**

Wednesday, July 14, 2021 9:31 AM **To:** James W. McConkie <JMcConkie@WNLaw.com> **Cc:** Shellie C. Courdy <SCourdy@WNLaw.com>; jswenson@kba.law; Shelise Rupp <SRupp@wnlaw.com> **Subject:** RE: Thread Wallets, LLC Letter (our

Thanks James. I have time for a call Thursday or Friday afternoon, or most days next week, if you have some time available then. Prior to your client's suggestions on elements Brixley Bags could change, they'd worked on a new prototype. I hope we can trust you and your client to keep these confidential, reviewing only for purposes of these settlement discussions, but I've included a few photos of the prototype below, to help us wrap this up. The new design has most of the changes you suggested, as well as several additional changes, but as the design was made prior to your suggestions, there are a few that aren't in there. That being said, this prototype design does appear to be substantially different than your client's design, and we'd like to discuss with you whether it might be sufficiently distinct to satisfy your client with regard to their pending IP. The prototype photos are below, let me know when you'd like to discuss. <ATT00001.jpg>

<ATT00002.jpg>

<ATT00003.jpg>

Thanks, Scott



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From: James W. McConkie <jmccconkie@wnlaw.com> **Sent:** Monday, July 12, 2021 4:11 PM **To:** Scott Hilton <scott.hilton@kba.law> **Cc:** scourdy@wnlaw.com; Lauren Swenson <lswenson@kba.law>; srupp@wnlaw.com
Subject: RE: Thread Wallets, LLC Letter (our

Scott, Following up on this matter. Let me know if you are free for a call on Wednesday or Thursday to try and wrap things up. Best, James W. McConkie III **WORKMAN NYDEGGER** 60 East South Temple, Suite 1000 Salt Lake City, Utah 84111 Office-Direct: (801) 321-8841 Email jmccconkie@wnlaw.com *This email may contain material that is confidential, privileged and/or attorney work product for the sole use of the intended recipient. Any unauthorized review, use, or distribution is prohibited and may be unlawful.* **From:** Scott Hilton <scott.hilton@kba.law> **Sent:** Tuesday, June 15, 2021 7:32 PM **To:** James W. McConkie <JMccConkie@WNLaw.com> **Cc:** Shellie C. Courdy <SCourdy@WNLaw.com>; lswenson@kba.law; Shelise Rupp <SRupp@wnlaw.com> **Subject:** RE: Thread Wallets, LLC Letter (our

Thank you James, we'll take those changes into consideration and get back to you. I was also able to consult with my client on the timing for selling through the rest of their inventory, and they expect it to only take a few months, or by the end of the year at the absolute latest. Best, Scott



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From: James W. McConkie <jmccconkie@wnlaw.com> **Sent:** Tuesday, June 15, 2021 5:05 PM **To:** Scott Hilton <scott.hilton@kba.law> **Cc:** scourdy@wnlaw.com; Lauren Swenson <lswenson@kba.law>; srupp@wnlaw.com
Subject: RE: Thread Wallets, LLC Letter (our

Scott, I've had a chance to discuss some proposed changes to the next generation of the Brixley Crossbody Bag with my client, Thread Wallets LLC. The idea is that if your client is willing to sell off its existing bags and make the changes suggested on or in connection with any future crossbody bag, the parties can respectively move forward marketing, selling and otherwise using their bags. We are open to memorializing the same in a written agreement or by way of a less formal letter agreement listing the above terms and signed / acknowledged by your client. I look forward to hearing from you. Best, James _____ Proposed changes:

- Move / remove the d-rings from the back of the bag in favor of different shaped rings and a different attachment point for the rings.
- Move the Brixley logo / tag to a location different than the location used by Thread. For example, the front branded logo tag should be removed from the bottom right corner and the back branded logo tag needs to be removed from the center on the back of the bag.
- Adjust the front zipper placement up or change the orientation of the zipper so as to make it different than the placement or orientation used by Thread.

<ATT00005.png> <ATT00006.png> James W. McConkie III **WORKMAN NYDEGGER** 60 East South Temple, Suite 1000 Salt Lake City, Utah 84111 Office-Direct: (801) 321-8841 Email jmccconkie@wnlaw.com *This email may contain material that is confidential, privileged and/or attorney work product for the sole use of the intended recipient. Any unauthorized review, use, or distribution is prohibited and may be unlawful.* **From:** Scott Hilton <scott.hilton@kba.law> **Sent:** Friday, May 21, 2021 11:52 AM **To:** James W. McConkie <JMccConkie@WNLaw.com> **Cc:** Shellie C. Courdy <SCourdy@WNLaw.com>; lswenson@kba.law **Subject:** RE: Thread Wallets, LLC Letter (our

Thank you James, that's very helpful. I'm available for a call any time after 9:30 AM next Wednesday to discuss, please feel free to call my direct number (801-939-3691) if there's a time that works for you that morning. Best, Scott



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From: James W. McConkie <jmccconkie@wnlaw.com> **Sent:** Friday, May 21, 2021 11:15 AM **To:** Scott Hilton <scott.hilton@kba.law> **Cc:** scourdy@wnlaw.com **Subject:** RE: Thread Wallets, LLC Letter (our Scott, Attached is a letter listing some of the additional info you asked for in your recent correspondence. Let me know if you are available for a call next week on Wednesday morning. I think a call to discuss how the parties can resolve their differences would be helpful at this point. Best, James W. McConkie III **WORKMAN NYDEGGER** 60 East South Temple, Suite 1000 Salt Lake City, Utah 84111 Office-Direct: (801) 321-8841 Email jmccconkie@wnlaw.com *This email may contain material that is confidential, privileged and/or attorney work product for the sole use of the intended recipient. Any unauthorized review, use, or distribution is prohibited and may be unlawful.* **From:** Scott Hilton <scott.hilton@kba.law> **Sent:** Tuesday, May 4, 2021 6:50 PM **To:** James W. McConkie <JMcConkie@WNLaw.com> **Subject:** Thread Wallets, LLC Letter (our Hi James. We received your letter to Brixley Bags regarding Thread Wallets' pending design patent applications. Please see the attached letter in reply, requesting clarification of the scope of your client's rights, so we can at least preliminarily assess the merits of the allegations. Best Regards, Scott



SCOTT C. HILTON
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